Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 6/1/2009 **, and ending** 5/31/2010

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☒ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: THE BOARDMAN FAMILY FOUNDATION # 531774

Number and street (or P O box number if mail is not delivered to street address): BNY Mellon, N A - P O Box 185 | Room/suite:

City or town, state, and ZIP code: Pittsburgh PA 15230-0185

A Employer identification number: 13-7166339

B Telephone number (see page 10 of the instructions): (212) 922-8187

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 3,061,414

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	559,207			
	2 Check ▶☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	65,245	65,245		
	5 a Gross rents		0		
	b Net rental income or (loss) 0				
	6 a Net gain or (loss) from sale of assets not on line 10	-5,565			
	b Gross sales price for all assets on line 6a 66,946				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances 0				
	b Less Cost of goods sold 0				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	391	391	0	
	12 **Total.** Add lines 1 through 11	619,278	65,636	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	28,924	23,139		5,785
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	310	310	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	0	0	0	0
	24 **Total operating and administrative expenses.** Add lines 13 through 23	29,234	23,449	0	5,785
	25 Contributions, gifts, grants paid	140,000			140,000
	26 **Total expenses and disbursements** Add lines 24 and 25	169,234	23,449	0	145,785
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	450,044			
	b **Net investment income** (if negative, enter -0-)		42,187		
	c **Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		0	
	2	Savings and temporary cash investments	1,686,618	19,130	19,130
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	4	Pledges receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	779,927	1,862,987	1,926,626
	c	Investments—corporate bonds (attach schedule)	50,683	1,085,155	1,115,658
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	0	0
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,517,228	2,967,272	3,061,414
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.** ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	2,512,722	2,967,272	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,506		
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,517,228	2,967,272	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,517,228	2,967,272	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,517,228
2	Enter amount from Part I, line 27a	2	450,044
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	2,967,272
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,967,272

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Attached Statement			
b			
c			
d			
e			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-5,565
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	68,792	2,889,847	0 023805
2007	51,684	1,906,624	0 027108
2006	50,371	1,229,479	0 040969
2005	44,865	897,302	0 050000
2004	51,335	871,233	0 058922

2 **Total** of line 1, column (d)	2	0 200804
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 040161
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,854,248
5 Multiply line 4 by line 3	5	114,629
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	422
7 Add lines 5 and 6	7	115,051
8 Enter qualifying distributions from Part XII, line 4	8	145,785

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	422
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	422
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	422
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 632		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	632
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	210
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 210 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ ______			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b		X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)		11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	

Website address ▶ N/A

14 The books are in care of ▶ BNY Mellon, N A Telephone no ▶ (212)922-8187

Located at ▶ P O Box 185 Pittsburgh PA ZIP+4 ▶ 15230-0185

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ [X]

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	[ ] Yes [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	[ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	[ ] Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	[X] Yes [ ] No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	[ ] Yes [X] No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	[ ] Yes [X] No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ [ ]			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	[ ] Yes [X] No			
	If "Yes," list the years ▶ 20______ , 20______ , 20______ , 20______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20______ , 20______ , 20______ , 20______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	[ ] Yes [X] No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** N/A X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BNY Mellon, N A P O Box 185 Pittsburgh PA 15230-0185	TRUSTEE SEE ATTACHED	28,924	NONE	NONE
	00	0	0	0
	00	0	0	0
	00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over $50,000 ▶ NONE

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions) If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	NONE
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	NONE
Total. Add lines 1 through 3 ▶	NONE

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 24 of the instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	2,480,188
b	Average of monthly cash balances		1b	417,526
c	Fair market value of all other assets (see page 24 of the instructions)		1c	NONE
d	**Total** (add lines 1a, b, and c)		1d	2,897,714
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	2,897,714
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)		4	43,466
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	2,854,248
6	**Minimum investment return.** Enter 5% of line 5		6	142,712

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	142,712
2a	Tax on investment income for 2009 from Part VI, line 5	2a	422		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	422
3	Distributable amount before adjustments Subtract line 2c from line 1			3	142,290
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	142,290
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	142,290

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	145,785
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	145,785
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	422
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	145,363

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

			(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7					142,290
2	Undistributed income, if any, as of the end of 2009					
a	Enter amount for 2008 only				136,067	
b	Total for prior years 20____, 20____, 20___			0		
3	Excess distributions carryover, if any, to 2009					
a	From 2004	NONE				
b	From 2005	NONE				
c	From 2006	NONE				
d	From 2007	NONE				
e	From 2008	NONE				
f	**Total** of lines 3a through e		0			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 145,785					
a	Applied to 2008, but not more than line 2a				136,067	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0			
d	Applied to 2009 distributable amount					9,718
e	Remaining amount distributed out of corpus		0			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		0			
b	Prior years' undistributed income Subtract line 4b from line 2b			0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions			0		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0	
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					132,572
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		0			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		0			
10	Analysis of line 9					
a	Excess from 2005	0				
b	Excess from 2006	0				
c	Excess from 2007	0				
d	Excess from 2008	0				
e	Excess from 2009	0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶ N/A

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

N/A

b The form in which applications should be submitted and information and materials they should include

N/A

c Any submission deadlines

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement		PUBLIC	OPERATIONAL	140,000
Total			► 3a	140,000
b *Approved for future payment*				
NONE				
Total			► 3b	**NONE**

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	65,245	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-5,565	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a AGI DISTRIBUTION FD		0	14	391	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		60,071	0

13 Total. Add line 12, columns (b), (d), and (e) 13 60,071

(See worksheet in line 13 instructions on page 28 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
	Not Applicable

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date: 9/24/2010 | Title: Vice President

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed	Preparer's identifying number (see Signature on page 30 of the instructions)
CPA	9/24/2010	☒	P00965923

Firm's name (or yours if self-employed), address, and ZIP code		
PRICEWATERHOUSECOOPERS LLP	EIN ▶ 13-4008324	
600 Grant Street, Pittsburgh 15219	Phone no 412-355-6000	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization	**Employer identification number**
THE BOARDMAN FAMILY FOUNDATION # 531774	13-7166339

Organization type (check one)

Filers of: **Section:**

Form 990 or 990-EZ
- ☐ 501(c)( ) (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF
- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
THE BOARDMAN FAMILY FOUNDATION # 531774	13-7166339

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JEAN BOARDMAN CHARITABLE LEAD ANNUITY # EIN 13-7548057 BNY MELLON, N A - P O BOX 185 PITTSBURGH PA 15230-0185 Foreign State or Province Foreign Country	$ 559,207	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
3	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
4	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
5	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
6	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Attachment to Form 990-PF
Part V-III, Column (b)
Title and average hours per week devoted to position.

As trustee, BNY MELLON provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the trustee's fees are not based upon hourly basis but are calculated upon factors such as the market value of the account and in accordance with our agreement with the client.

TAX MARKET VALUE DETAIL REPORT FOR PFSO TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
10585317740	THE BOARDMAN FA	G1151C101	ACCENTURE PLC-CL A	725	27,202 00	16,326 28
10585317740	THE BOARDMAN FA	G491BT108	INVESCO LTD	1,200 00	22,272 00	27,363 90
10585317740	THE BOARDMAN FA	001055102	AFLAC INC	500	22,150 00	21,418 10
10585317740	THE BOARDMAN FA	009158106	AIR PRODS & CHEMS INC	350	24,171 00	26,678 02
10585317740	THE BOARDMAN FA	018490102	ALLERGAN INC	400	24,076 00	22,527 93
10585317740	THE BOARDMAN FA	0258M0CZ0	AMER EXPRESS CREDIT 5 125%	100,000 00	106,993 00	100,096 00
10585317740	THE BOARDMAN FA	025816109	AMERICAN EXPRESS CO	675	26,912 25	25,655 22
10585317740	THE BOARDMAN FA	037833100	APPLE INC	225	57,798 00	33,299 53
10585317740	THE BOARDMAN FA	054303102	AVON PRODUCTS INC	1,000 00	26,490 00	29,808 92
10585317740	THE BOARDMAN FA	055622104	BP PLC SPONS ADR	600	25,770 00	22,740 00
10585317740	THE BOARDMAN FA	05569M566	BNY MELLON INTL APPR FD CL M	7,495 98	75,934 36	98,743 81
10585317740	THE BOARDMAN FA	05569M806	BNY MELLON SMALL CAP STK FD	4,589 73	44,795 79	51,516 55
10585317740	THE BOARDMAN FA	05569M830	BNY MELLON BOND FD CL M	7,803 68	101,838 06	100,682 80
10585317740	THE BOARDMAN FA	071813109	BAXTER INTERNATIONAL INC	400	16,892 00	13,988 00
10585317740	THE BOARDMAN FA	073902KF4	BEAR STEARNS COS INC 5 3%	125,000 00	132,493 75	134,303 75
10585317740	THE BOARDMAN FA	149123101	CATERPILLAR INC	800	48,608 00	38,048 88
10585317740	THE BOARDMAN FA	150870103	CELANESE CORP -SER A	500	14,335 00	17,037 45
10585317740	THE BOARDMAN FA	166764100	CHEVRON CORPORATION	225	16,620 75	16,534 76
10585317740	THE BOARDMAN FA	17275R102	CISCO SYSTEMS INC	1,900 00	44,004 00	33,166 07
10585317740	THE BOARDMAN FA	172967EL1	CITIGROUP INC 5 3%	100,000 00	103,730 00	103,253 00
10585317740	THE BOARDMAN FA	172967101	CITIGROUP INC	3,000 00	11,880 00	9,600 00
10585317740	THE BOARDMAN FA	191216100	COCA - COLA CO	600	30,840 00	30,083 55
10585317740	THE BOARDMAN FA	20030N101	COMCAST CORP CL A	525	9,497 25	11,942 00
10585317740	THE BOARDMAN FA	22160K105	COSTCO WHSL CORP NEW	800	46,600 00	29,300 00
10585317740	THE BOARDMAN FA	244199105	DEERE & CO	400	23,072 00	23,482 92
10585317740	THE BOARDMAN FA	261980759	DREYFUS PREM LT TRM HI YLD-I	10,561 64	66,115 89	62,900 00
10585317740	THE BOARDMAN FA	261986582	DREYFUS PR GL R/E SEC FD CL	18,850 15	117,813 49	100,000 00
10585317740	THE BOARDMAN FA	268648102	E M C CORP MASS	2,000 00	37,240 00	31,158 40
10585317740	THE BOARDMAN FA	278058102	EATON CORP	575	40,221 25	31,924 75
10585317740	THE BOARDMAN FA	291011104	EMERSON ELECTRIC CO	900	41,796 00	37,454 91
10585317740	THE BOARDMAN FA	30231G102	EXXON MOBIL CORP	1,025 00	61,971 50	71,561 65
10585317740	THE BOARDMAN FA	369604BC6	GENERAL ELECTRIC CO 5 25%	125,000 00	133,810 00	122,332 10
10585317740	THE BOARDMAN FA	369604103	GENERAL ELECTRIC COMPANY	3,900 00	63,765 00	63,013 95
10585317740	THE BOARDMAN FA	428236103	HEWLETT PACKARD CO	900	41,409 00	38,489 25
10585317740	THE BOARDMAN FA	438516106	HONEYWELL INTL INC	850	36,354 50	33,953 00
10585317740	THE BOARDMAN FA	443683107	HUDSON CITY BANCORP INC	900	11,349 00	11,352 42
10585317740	THE BOARDMAN FA	458140100	INTEL CORP	1,600 00	34,272 00	30,733 24
10585317740	THE BOARDMAN FA	459200101	INTERNATIONAL BUSINESS MACHI	250	31,315 00	31,579 98
10585317740	THE BOARDMAN FA	459902102	INTERNATIONAL GAME TECHNOLOG	600	11,742 00	11,626 86
10585317740	THE BOARDMAN FA	46625H100	JPMORGAN CHASE & CO	950	37,601 00	37,410 94
10585317740	THE BOARDMAN FA	500255104	KOHLS CORP	400	20,300 00	18,215 24
10585317740	THE BOARDMAN FA	58405U102	MEDCO HEALTH SOLUTIONS INC	192	11,068 80	339 69
10585317740	THE BOARDMAN FA	585055106	MEDTRONIC INC	500	19,590 00	24,929 17
10585317740	THE BOARDMAN FA	58933Y105	MERCK & CO INC	1,053 00	35,475 57	27,764 83
10585317740	THE BOARDMAN FA	594918AB0	MICROSOFT CORP 2 95%	125,000 00	129,683 75	124,687 50
10585317740	THE BOARDMAN FA	594918104	MICROSOFT CORPORATION	1,025 00	26,445 00	37,092 19
10585317740	THE BOARDMAN FA	61166W101	MONSANTO CO NEW	350	17,804 50	26,892 22
10585317740	THE BOARDMAN FA	617446HR3	MORGAN STANLEY 5 3%	125,000 00	128,913 75	129,297 50
10585317740	THE BOARDMAN FA	629491AA9	NYSE EURONEXT 4 8%	125,000 00	134,355 00	134,085 00
10585317740	THE BOARDMAN FA	68402LAC8	ORACLE CORP 5 25%	125,000 00	139,508 75	131,882 50
10585317740	THE BOARDMAN FA	693475105	PNC FINANCIAL SERVICES GROUP	500	31,375 00	21,966 80
10585317740	THE BOARDMAN FA	713448108	PEPSICO INC	800	50,312 00	46,500 32
10585317740	THE BOARDMAN FA	717081103	PFIZER INC	1,250 00	19,037 50	25,404 90
10585317740	THE BOARDMAN FA	806857108	SCHLUMBERGER LTD	500	28,075 00	29,719 47
10585317740	THE BOARDMAN FA	816851109	SEMPRA ENERGY	350	16,100 00	19,749 17
10585317740	THE BOARDMAN FA	855030102	STAPLES INC	500	10,760 00	12,985 00
10585317740	THE BOARDMAN FA	857477103	STATE STREET CORP	700	26,719 00	31,272 38
10585317740	THE BOARDMAN FA	882508104	TEXAS INSTRUMENTS INC	800	19,536 00	18,574 24
10585317740	THE BOARDMAN FA	88579Y101	3M CO	150	11,896 50	10,431 15
10585317740	THE BOARDMAN FA	887317303	TIME WARNER INC	333	10,319 67	16,480 65
10585317740	THE BOARDMAN FA	88732J207	TIME WARNER CABLE INC	83	4,542 59	5 780 94
10585317740	THE BOARDMAN FA	902973304	US BANCORP	1,400 00	33,544 00	27 675 82
10585317740	THE BOARDMAN FA	913017109	UNITED TECHNOLOGIES CORP	300	20,214 00	20,235 00
10585317740	THE BOARDMAN FA	92343V104	VERIZON COMMUNICATIONSINC	1,000 00	27,520 00	33,598 49
10585317740	THE BOARDMAN FA	92857W209	VODAFONE GROUP PLC-SP ADR	262	5,266 20	7,233 00
10585317740	THE BOARDMAN FA	931142103	WAL MART STORES INC	325	16,432 00	17,533 04
10585317740	THE BOARDMAN FA	94973V107	WELLPOINT INC	200	10,260 00	15,203 94
10585317740	THE BOARDMAN FA	949746CL3	WELLS FARGO & CO NEW 5 125%	100,000 00	106,170 00	105,218 00
10585317740	THE BOARDMAN FA	949746101	WELLS FARGO & COMPANY	600	17,214 00	16,954 98
10585317740	THE BOARDMAN FA	969457100	WILLIAMS COS INC	1,900 00	37,525 00	40,390 02
10585317740	THE BOARDMAN FA	988498101	YUM! BRANDS INC	600	24,570 00	16,959 87
10585317740	THE BOARDMAN FA	991061052	CRA (BNY MELLON, N A , MEMBE	12,478 39	12,478 39	12,478 39
10585317740	THE BOARDMAN FA	991061052	CRA (BNY MELLON, N A , MEMBE	6,651 99	6,651 99	6,651 99
TOTAL FOR ACCT#10585317740					3,061,414 80	2,967,272 29

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	Type	Street	City	State	Zip code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
CHOATE ROSEMARY HALL FOUNDATION	Business						NONE	PUBLIC	OPERATIONAL	5,000
PARENTS FUND FOR MIDDLEBURY	Business						NONE	PUBLIC	OPERATIONAL	5,000
DARTHMOUTH COLLEGE	Business						NONE	PUBLIC	OPERATIONAL	5,000
MEALS-ON-WHEELS OF GREENWICH	Business						NONE	PUBLIC	OPERATIONAL	5,000
GUILD OF CREATIVE ART	Business						NONE	PUBLIC	OPERATIONAL	2,500
WASHINGTON AND LEE U - ANNUAL FUND	Business						NONE	PUBLIC	OPERATIONAL	2,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	Person	Business	Street	City	State	Zip code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
WASHINGTON AND LEE U - ASIAN PROGRAM		X						NONE	PUBLIC	OPERATIONAL	40,000
SECOND CHANCE ANIMAL CENTER		X						NONE	PUBLIC	OPERATIONAL	50,000
MANCHESTER DOG PARK FOUNDATION		X						NONE	PUBLIC	OPERATIONAL	10,000
THE FRIENDS OF ROBERT FROST		X						NONE	PUBLIC	OPERATIONAL	5,000
ST JAMES EPISCOPAL CHURCH		X						NONE	PUBLIC	OPERATIONAL	5,000
CHRIST CHURCH GREENWICH		X						NONE	PUBLIC	OPERATIONAL	5,000

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	49
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	32,442	35,824	-3,382
Other sales	34,504	36,687	-2,183

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
1	X	AOL INC	00184X105			3/4/2002		12/29/2009	6	12			
2	X	CORNING INC	219350105			11/14/2006		11/11/2009	6,425	8,417			
3	X	FAIRPOINT COMMUNICATION	305560104			12/13/2006		10/8/2009	5	94			
4	X	MERCK & CO INC	58933Y105			12/21/2001		12/8/2009	25	39			
5	X	SCHERING PLOUGH CORP	806605101			9/17/2007		11/3/2009	7,350	8,973			
6	X	AOL INC	00184X105			7/24/2002		2/3/2010	153	113			
7	X	AOL INC	00184X105			3/4/2002		2/3/2010	603	1,081			
8	X	E I DU PONT DE NEMOURS &	263534109			10/27/2004		2/3/2010	9,276	11,825			
9	X	HOLOGIC INC	436440101			8/19/2002		2/3/2010	8,550	5,270			
10		NEW GERMANY FD INC	644465106			7/15/2009		1/27/2010	11,690	8,900			
11		STATE ST CORP COM	857477103			10/23/2009		3/3/2010	8,964	9,148			
12		SYSCO CORP	871829107			6/4/2004		2/3/2010	13,850	18,639			

Line 11 (990-PF) - Other Income

		391	391	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	AGI DISTRIBUTION FD	391	391	
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 18 (990-PF) - Taxes

		310	310	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	310	310		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			779,927	1,862,987	0	1,926,626
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	SEE ATTACHED		779,927	1,862,987		1,926,626
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

				50,683	1,085,155	0	1,115,658
	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	SEE ATTACHED			50,683	1,085,155		1,115,658
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	49
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	66,897	0	72,511	-5,614	0	0	0	-5,614
1	AOL INC	00184X105		3/4/2002	12/29/2009	6	0	12	-6			0	-6
2	CORNING INC	219350105		11/14/2006	11/11/2009	6,425	0	8,417	-1,992			0	-1,992
3	FAIRPOINT COMMUNICATIONS INC	305560104		12/13/2006	10/8/2009	5	0	94	-89			0	-89
4	MERCK & CO INC	58933Y105		12/21/2001	12/8/2009	25	0	39	-14			0	-14
5	SCHERING PLOUGH CORP	806605101		9/17/2007	11/3/2009	7,350	0	8,973	-1,623			0	-1,623
6	AOL INC	00184X105		7/24/2002	2/3/2010	153	0	113	40			0	40
7	AOL INC	00184X105		3/4/2002	2/3/2010	603	0	1,081	-478			0	-478
8	E I DU PONT DE NEMOURS & CO COMM	263534109		10/27/2004	2/3/2010	9,276	0	11,825	-2,549			0	-2,549
9	HOLOGIC INC	436440101		8/19/2002	2/3/2010	8,550	0	5,270	3,280			0	3,280
10	NEW GERMANY FD INC	644465106		7/15/2009	1/27/2010	11,690	0	8,900	2,790			0	2,790
11	STATE ST CORP COM	857477103		10/23/2009	3/3/2010	8,964	0	9,148	-184			0	-184
12	SYSCO CORP	871829107		6/4/2004	2/3/2010	13,850	0	18,639	-4,789			0	-4,789

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

28,924

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	BNY Mellon, N A	X	P O Box 185	Pittsburgh	PA	15230-0185		TRUSTEE	SEE ATTA	28,924
2										
3										
4										
5										
6										
7										
8										
9										
10										

0	0	
Benefits	Expense Account	Explanation
NONE	NONE	NONE

Part XVI-A, Lines 11a-11e (990-PF) - Other Revenue

		Unrelated Business Income		Excluded by Section 512, 513, or 514		
	Program Service Revenue	Business Code	Amount	Exclusion Code	Amount	Related or Exempt Function Income
1	AGI DISTRIBUTION FD			14	391	
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	632
2	First quarter estimated tax payment		2	0
3	Second quarter estimated tax payment		3	0
4	Third quarter estimated tax payment		4	0
5	Fourth quarter estimated tax payment		5	0
6	Other payments		6	0
7	Total		7	632

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	136,067
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	136,067